

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name ARS REI USA Corp.

2. All other names debtor used in the last 8 years

DBA UNode50

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 45-4017556

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

2807 Jackson Avenue, Floor 5
Long Island City, NY 11101

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Queens

County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.unode50.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **ARS REI USA Corp.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No.

☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☒ No

☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **ARS REI USA Corp.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **ARS REI USA Corp.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **August 18, 2020**
MM / DD / YYYY

X /s/ Jason McNary
Signature of authorized representative of debtor

Title **CEO**

Jason McNary
Printed name

18. Signature of attorney

X /s/ Jeffrey A. Reich
Signature of attorney for debtor

Date **August 18, 2020**
MM / DD / YYYY

Jeffrey A. Reich
Printed name

Reich Reich & Reich, P.C.
Firm name

235 Main Street, Suite 450
White Plains, NY 10601-2421
Number, Street, City, State & ZIP Code

Contact phone **914-949-2126**

Email address **reichlaw@reichpc.com**

3025509 NY

Bar number and State

Fill in this information to identify the case:

Debtor name ARS REI USA Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an
amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 18, 2020

X /s/ Jason McNary

Signature of individual signing on behalf of debtor

Jason McNary

Printed name

CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **ARS REI USA Corp.**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
ARS REI S.L. GUZMAN el BUENO 6 28108 ALCOBENDAS, MADRID SPAIN		Business loan				\$2,600,000.00
ESTUDIO REDBOX C JULIAN CAMARILLO 47 PORTAL B008 MADRID, SPAIN		Vendor				\$3,190.00
EXPERIAN 475 ANTON BOULEVARD COSTA MESA, CA 92626						\$2,286.38
FREIGHTERA OFFICE 8036, #200-375 WATER ST VANCOUVER, BC V6 0M9 CANADA		Vendor				\$318.57
GTT COMMUNICATIONS INC. 7900 TYSONS ONE PLACE MC LEAN, VA 22102		Vendor				\$16,901.14
RUBY HAS LLC 5 INEZ DRIVE BAY SHORE, NY 11706-2203		Storage charges				\$6,699.13

Debtor **ARS REI USA Corp.** Case number (if known) _____
Name

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
US SMALL BUSINESS ADMINISTRATION 409 3RD STREET, SW WASHINGTON, DC 20416		Paycheck Protection Program loan - Debtor to seek forgiveness under the CARES Act				\$1,275,212.00

Fill in this information to identify the case:

Debtor name ARS REI USA Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ <u>0.00</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ <u>4,248,640.73</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ <u>4,248,640.73</u>

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ <u>0.00</u>
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ <u>0.00</u>
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ <u>3,904,607.22</u>
4. Total liabilities Lines 2 + 3a + 3b	\$ <u>3,904,607.22</u>

Fill in this information to identify the case:

Debtor name **ARS REI USA Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

	Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1.	Bank of America, 3414 Peachtree Road NE, Atlanta, GA 30326 - Lenox Square	Checking	0332	\$14,487.73
3.2.	Bank of America, 625 W. Dekalb Pike, King of Prussia, PA 19406	Checking	9771	\$18,973.21
3.3.	Bank of America, 60 State Street, Boston, MA 02109 - Faneuil Hall	Checking	9768	\$4,439.90
3.4.	Santander, 525 Avenue Franklin Delano Roosevelt, San Juan, PR 00918 - Plaza Las Americas	Checking	9370	\$504,824.00
3.5.	Chase, 5950 Glades Road, Boca Raton, FL 33431	Checking	2209	\$10,193.80
3.6.	Chase, 10250 Santa Monica Blvd, Suite 1600, Los Angeles, CA 90067 - Century City	Checking	8871	\$1,657.63

Debtor	ARS REI USA Corp.	Case number (If known)		
	Name			
3.7.	Chase, 1450 Brickell Avenue, 33rd Floor, Miami, FL 33131 - Corporate	Checking	5648	\$903,972.01
3.8.	Chase, 18320 Preston Road, Dallas, TX 75252	Checking	7820	\$5,999.66
3.9.	Chase, 7860 Winter Garden Vineland Road, Windermere, FL 34786- Disney Springs	Checking	6706	\$3,512.39
3.10	Chase, 10495 NW 12th Street, Doral, FL 33172 - Dolphin Mall	Checking	5111	\$10,057.80
3.11	Chase, 72950 CA-111 N. Palm Desert, CA 92260 - The Gardens on El Paseo	Checking	2660	\$3,831.13
3.12	Chase, 60 State Street, Boston, MA 02109 - Faneuil Hall	Checking	7199	\$2,194.03
3.13	Chase, 551 Newport Center Drive, Newport Beach, CA 92660 - Fashion Island	Checking	1615	\$2,332.77
3.14	Chase, 6001 Spring Mountain Road, Las Vegas, NV 89146 - Fashion Show	Checking	0050	\$6,352.31
3.15	Chase, 5111 Mission Center Road, San Diego, CA 92108 - Fashion Valley	Checking	6770	\$9,994.69
3.16	Chase, 312 Forest Avenue, Paramus, NJ 07652 - Garden State Plaza	Checking	5650	\$6,042.93
3.17	Chase, 1801 Alton Road, Miami Beach, FL 33139 - Lincoln	Checking	4925	\$5,445.71
3.18	Chase, 82 7th Avenue, Garden City, NY 11530 - Roosevelt Field	Checking	2617	\$3,214.28
3.19	Chase, 525 Broadway, New York, NY 10012 - SoHo	Checking	8270	\$1,757.55
3.20	Chase, 2001 N. Dale Mabry Hwy, Tampa, FL 33607	Checking	1508	\$10,417.55

Debtor ARS REI USA Corp. Case number (if known) _____
Name

3.21 Chase, 8565 W. Warm Springs Road,
Las Vegas, NV 89113 - The Venetian Checking 9090 \$6,191.78

4. **Other cash equivalents** (Identify all)

5. **Total of Part 1.**

\$1,535,892.86

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and Prepayments

6. **Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit

7.1. Security deposit held with landlord (The Town Center at Boca Raton) for Room 1032D \$63,333.00

7.2. Security deposit held with landlord (AAC Faneuil Hall LLC/Faneuil Hall Marketplace LLC) for stores in the North Market Building and South Market Building at the Faneuil Hall Marketplace, Bay 34, Boston, MA \$12,500.00

7.3. Security deposit held with landlord (Millinery Syndicate Inc.) for Debtor's principal place of business \$85,224.88

7.4. Security deposit held with landlord (The Retail Property Trust) for Room 4041 - Lenox Square \$57,356.00

7.5. Security deposit held with landlord (The Sterling Building Inc.) for 919 Lincoln Road, Miami Beach, FL \$66,205.96

7.6. Security deposit held with landlord (123 Prince Retail LLC) for 123 Prince Street, New York, NY \$241,666.67

7.7. Security deposit held with landlord (Plaza Las Americas Inc.) for Space No. 436 \$50,494.20

7.8. Security deposit held with landlord (The Retail Property Trust) for Store No. 1092A - Roosevelt Field \$66,669.00

7.9. Security deposit held with landlord (King of Prussia Associates) for Room No. 1097A \$65,472.00

Debtor ARS REI USA Corp. Case number (if known) _____
Name

7.10 **Constructions & Signage Deposit held with landlord (The Irvine Company LLC) for Space No. 1001** **\$5,500.00**

7.11 **Security deposit held with landlord (The Gardens on El Paseo LLC) for Store No. F-1618** **\$3,333.00**

7.12 **Security deposit held with landlord (Dolphin Mall Associates LLC) for Store No. E398** **\$20,833.33**

7.13 **Security deposit held with landlord (Walt Disney Parks & Resorts) for Space No. B15-104** **\$50,000.00**

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

9. **Total of Part 2.** **\$788,588.04**
Add lines 7 through 8. Copy the total to line 81.

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: **902,611.83** - **0.00** = **\$902,611.83**
face amount doubtful or uncollectible accounts

12. **Total of Part 3.** **\$902,611.83**
Current value on lines 11a + 11b = line 12. Copy the total to line 82.

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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19. **Raw materials**

20. **Work in progress**

21. **Finished goods, including goods held for resale**

Debtor ARS REI USA Corp. Case number (If known) _____
Name

22. **Other inventory or supplies**
Miscellaneous jewelry
items (store inventory) -
See annexed exhibit. On or about
6/4/2020 \$0.00 Appraisal \$871,548.00

23. **Total of Part 5.** **\$871,548.00**
Add lines 19 through 22. Copy the total to line 84.

24. **Is any of the property listed in Part 5 perishable?**
☒ No
☐ Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**
☒ No
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**
☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture 28 Laptops; 32 Desks/Tables; 36 Phones, 2 Televisions and Office Paintings	<u>Unknown</u>		<u>Unknown</u>

40. Office fixtures Store fixtures and Art (see annexed exhibit).	<u>\$0.00</u>		<u>\$150,000.00</u>
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41. **Office equipment, including all computer equipment and communication systems equipment and software**

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.** **\$150,000.00**
Add lines 39 through 42. Copy the total to line 86.

44. **Is a depreciation schedule available for any of the property listed in Part 7?**
☒ No

Debtor ARS REI USA Corp. Case number (if known) _____
Name

☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

☒ No. Go to Part 9.

☐ Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

☒ No. Go to Part 10.

☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

☒ No. Go to Part 11.

☐ Yes Fill in the information below.

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

Current value of
debtor's interest

71. **Notes receivable**
Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** Examples: Season tickets, country club membership
100% membership interest in the entity ARS REI Digital LLC

\$0.00

Capital improvements to leasehold interests - believed to have no value

\$0.00

Debtor ARS REI USA Corp. Case number (if known) _____
Name

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☒ No

☐ Yes

Debtor ARS REI USA Corp. Case number (if known) _____
Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$1,535,892.86</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$788,588.04</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$902,611.83</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$871,548.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$150,000.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$4,248,640.73</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$4,248,640.73</u>

Fill in this information to identify the case:

Debtor name ARS REI USA Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☐ Yes. Fill in all of the information below.

Fill in this information to identify the case:

Debtor name **ARS REI USA Corp.**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim	
3.1	Nonpriority creditor's name and mailing address 131-135 PRINCE STREET LLC C/O ACADIA REALTY TRUST 1131 MAMARONECK AVE STE 260 WHITE PLAINS, NY 10605 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>In connection with commercial sublease for 123 Prince Street, New York, NY</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
3.2	Nonpriority creditor's name and mailing address AAC FANEUIL HALL LLC C/O ASHKENAZY ACQUISITION CORP 150 E. 58TH STREET, 39TH FLOOR NEW YORK, NY 10155 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Landlord for stores at North Market Building and South Market Building at the Faneuil Hall Marketplace</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
3.3	Nonpriority creditor's name and mailing address ARS REI S.L. GUZMAN el BUENO 6 28108 ALCOBENDAS, MADRID SPAIN Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Business loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,600,000.00

Debtor ARS REI USA Corp.		Case number (if known) _____
Name _____		
3.4	Nonpriority creditor's name and mailing address CANON SOLUTIONS AMERICA INC. ATTN: CUSTOMER SERVICE 300 COMMERCE SQUARE BLVD BURLINGTON, NJ 08016 Date(s) debt was incurred _____ Last 4 digits of account number <u>1873</u>	As of the petition filing date, the claim is: Check all that apply. <u>\$0.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>In connection with equipment lease for photocopier.</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.5	Nonpriority creditor's name and mailing address CHASE BANK PO BOX 15298 WILMINGTON, DE 19850 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <u>\$0.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>In connection with Paycheck Protection Program loan - Debtor to seek forgiveness under the CARES Act</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.6	Nonpriority creditor's name and mailing address CHASE BUSINESS BANKING C/O NATIONAL BANK BY MAIL PO BOX 6185 WESTERVILLE, OH 43086 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <u>\$0.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>In connection with Paycheck Protection Program loan - Debtor to seek forgiveness under the CARES Act</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.7	Nonpriority creditor's name and mailing address DELL FINANCIAL SERVICES PO BOX 81577 AUSTIN, TX 78708-1577 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <u>\$0.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>In connection with lease agreements for computer equipment.</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.8	Nonpriority creditor's name and mailing address ESTUDIO REDBOX C JULIAN CAMARILLO 47 PORTAL B008 MADRID, SPAIN Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <u>\$3,190.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.9	Nonpriority creditor's name and mailing address EXPERIAN 475 ANTON BOULEVARD COSTA MESA, CA 92626 Date(s) debt was incurred _____ Last 4 digits of account number <u>5080</u>	As of the petition filing date, the claim is: Check all that apply. <u>\$2,286.38</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	ARS REI USA Corp. <small>Name</small>	Case number (if known) _____
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3.10	Nonpriority creditor's name and mailing address FREIGHTERA OFFICE 8036, #200-375 WATER ST VANCOUVER, BC V6 0M9 CANADA Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$318.57 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.11	Nonpriority creditor's name and mailing address GRAND CANAL SHOPS II, LLC 110 N. WACKER DRIVE ATTN: GENERAL COUNSEL CHICAGO, IL 60606 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$0.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Landlord's legal department for Space 2117</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.12	Nonpriority creditor's name and mailing address GTT COMMUNICATIONS INC. 7900 TYSONS ONE PLACE MC LEAN, VA 22102 Date(s) debt was incurred _____ Last 4 digits of account number <u>8567</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$16,901.14 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.13	Nonpriority creditor's name and mailing address ONTREA INC. 20 QUEEN STREET WEST TORONTO, ON M5H 3R4 CANADA Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$0.00 <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Indemnification for commercial lease for Store No. 1510A at CF - Sherway Gardens, Etobicoke, Ontario - Expires 1/31/2026</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.14	Nonpriority creditor's name and mailing address RUBY HAS LLC 5 INEZ DRIVE BAY SHORE, NY 11706-2203 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$6,699.13 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Storage charges</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.15	Nonpriority creditor's name and mailing address T.E.C LEASEHOLDS LIMITED 20 QUEEN STREET WEST TORONTO, ON M5H 3R4 CANADA Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$0.00 <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Indemnification for commercial lease for Store No. B206C at CF Toronto Eaton Centre, 220 Yonge Street, Toronto, ON M5B 2H1 - Expires 1/31/2026</u> NOTICE ONLY Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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Debtor **ARS REI USA Corp.** Case number (if known) _____
Name

3.16 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
THE CADILLAC FAIRVIEW CORP.
20 QUEEN STREET WEST
TORONTO, ONTARIO M5H 3R4
CANADA
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☒ Unliquidated
☐ Disputed
Basis for the claim: **Indemnification for commercial lease for Store No. 1510A at CF - Sherway Gardens, Etobicoke, Ontario - Expires 1/31/2026**

NOTICE ONLY

Is the claim subject to offset? ☒ No ☐ Yes

3.17 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
THE ZALL COMPANY LLC
4725 SOUTH MONACO ST, STE 340
DENVER, CO 80237
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☐ Unliquidated
☐ Disputed
Basis for the claim: **Management company for landlord The Town Center at Boca Raton**

NOTICE ONLY

Is the claim subject to offset? ☒ No ☐ Yes

3.18 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
TRADEMARK PROPERTY COMPANY
1701 RIVER RUN ROAD, STE 500
FORT WORTH, TX 76107
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☐ Unliquidated
☐ Disputed
Basis for the claim: **Landlord for Suite 1145, Galleria Dallas, Dallas, TX**

NOTICE ONLY

Is the claim subject to offset? ☒ No ☐ Yes

3.19 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
UBS REALTY INVESTORS LLC
2515 MCKINNEY AVE STE 800
DALLAS, TX 75201
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☐ Unliquidated
☐ Disputed
Basis for the claim: **Landlord for Suite 1145, Galleria Dallas, Dallas, TX**

NOTICE ONLY

Is the claim subject to offset? ☒ No ☐ Yes

3.20 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
UBS REALTY INVESTORS LLC
10 STATE HOUSE SQUARE, 15TH FL
HARTFORD, CT 06103
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☐ Unliquidated
☐ Disputed
Basis for the claim: **Landlord for Suite 1145, Galleria Dallas, Dallas, TX**

NOTICE ONLY

Is the claim subject to offset? ☒ No ☐ Yes

3.21 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$1,275,212.00**
US SMALL BUSINESS
ADMINISTRATION
409 3RD STREET, SW
WASHINGTON, DC 20416
Date(s) debt was incurred _____
Last 4 digits of account number _____
☐ Contingent
☐ Unliquidated
☐ Disputed
Basis for the claim: **Paycheck Protection Program loan - Debtor to seek forgiveness under the CARES Act**

Is the claim subject to offset? ☒ No ☐ Yes

Debtor **ARS REI USA Corp.** Case number (if known) _____
Name

3.22 Nonpriority creditor's name and mailing address **WALT DISNEY WORLD RESORT
ATTN: LEGAL DEPT/ PO BOX 10000
1375 BUENA VISTA DRIVE
LAKE BUENA VISTA, FL 32830** As of the petition filing date, the claim is: *Check all that apply.* **\$0.00**
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred _____ Basis for the claim: **Landlord's legal department**
Last 4 digits of account number _____ **NOTICE ONLY**

Is the claim subject to offset? ☒ No ☐ Yes

3.23 Nonpriority creditor's name and mailing address **WALT DISNEY WORLD RESORT
1780 BUENA VISTA DRIVE
ATTN: VP-DISNEY SPRINGS AREA
LAKE BUENA VISTA, FL 32830** As of the petition filing date, the claim is: *Check all that apply.* **\$0.00**
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred _____ Basis for the claim: **NOTICE ONLY**
Last 4 digits of account number _____ Is the claim subject to offset? ☒ No ☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ 0.00
5b. +	\$ 3,904,607.22
5c.	\$ 3,904,607.22

Fill in this information to identify the case:

Debtor name **ARS REI USA Corp.**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest
State the term remaining
List the contract number of any government contract

Commercial Sublease for retail property located at 123 Prince Street, New York, NY Expires 2/1/2027

**123 PRINCE RETAIL LLC
C/O CENTURION REALTY LLC
512 SEVENTH AVENUE, 38TH FL
NEW YORK, NY 10018**

2.2. State what the contract or lease is for and the nature of the debtor's interest
State the term remaining
List the contract number of any government contract

Equipment lease agreement for photocopier

11/2021

**CANON SOLUTIONS AMERICA INC.
ONE CANON PARK
MELVILLE, NY 11747**

2.3. State what the contract or lease is for and the nature of the debtor's interest
State the term remaining
List the contract number of any government contract

Commercial lease for Store No. 1997 - Century City Mall, 10250 Santa Monica Boulevard, Los Angeles, CA 90067 Expires 1/31/2027

**CENTURY CITY MALL LLC
2049 CENTURY PARK EAST 41ST FL
ATTN: LEGAL DEPT
LOS ANGELES, CA 90067**

2.4. State what the contract or lease is for and the nature of the debtor's interest
State the term remaining
List the contract number of any government contract

Lease agreement for computer equipment - Lease No. 3001

Expires October 2021

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

Debtor 1 **ARS REI USA Corp.**

Case number (if known)

First Name

Middle Name

Last Name

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3002**

State the term remaining **Expires October 2021**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.6. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3003**

State the term remaining **Expires December 2021**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.7. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3004**

State the term remaining **Expires March 2022**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.8. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3005**

State the term remaining **Expires June 2022**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.9. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3006**

State the term remaining **Expires July 2022**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.10. State what the contract or lease is for and the nature of the debtor's interest **Lease agreement for computer equipment - Lease No. 3007**

State the term remaining **Expires August 2023**

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

Debtor 1 **ARS REI USA Corp.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

government contract

2.11. State what the contract or lease is for and the nature of the debtor's interest
Lease agreement for computer equipment - Lease No. 3008

State the term remaining

Expires October 2022

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.12. State what the contract or lease is for and the nature of the debtor's interest
Lease agreement for computer equipment - Lease No. 3009

State the term remaining

Expires March 2023

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.13. State what the contract or lease is for and the nature of the debtor's interest
Lease agreement for computer equipment - Lease No. 3010

State the term remaining

Expires March 2023

List the contract number of any government contract

**DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682**

2.14. State what the contract or lease is for and the nature of the debtor's interest
Commercial lease for Store No. E398 at the Dolphin Mall, 11401 NW 12th Street, Miami, FL 33172

State the term remaining

Expires May 2024

List the contract number of any government contract

**DOLPHIN MALL ASSOCIATES LLC
200 EAST LONG LAKE ROAD
PO BOX 200
BLOOMFIELD HILLS, MI 48303**

2.15. State what the contract or lease is for and the nature of the debtor's interest
Commercial lease for stores in the North Market Building and South Market Building at the Faneuil Hall Marketplace, Bay 34, Boston, MA

State the term remaining

Expires 3/1/2023

List the contract number of any government contract

**FANEUIL HALL MARKETPLACE LLC
C/O ASHKENAZY ACQUISITION CORP
150 EAST 58TH STREET, 39TH FL
NEW YORK, NY 10155**

Debtor 1 **ARS REI USA Corp.**

Case number (if known)

First Name

Middle Name

Last Name

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.16. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Store No. 2150 at the Fashion Show Mall LLC, 3200 Las Vegas Boulevard, Las Vegas, NV 89109
May 2020

**FASHION SHOW MALL LLC
C/O BROOKFIELD PROPERTIES
350 N. ORLEANS STREET, STE 300
CHICAGO, IL 60654**

State the term remaining

List the contract number of any government contract

2.17. State what the contract or lease is for and the nature of the debtor's interest

Lease for Storage Unit ZZ-6 at the Fashion Valley Mall, San Diego, CA
February 28, 2021

**FASHION VALLEY MALL LLC
7007 FRIARS ROAD, SUITE 392
SAN DIEGO, CA 92108**

State the term remaining

List the contract number of any government contract

2.18. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Room 265 at the Fashion Valley Mall, San Diego, CA
Expires September 2022

**FASHION VALLEY MALL, LLC
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204**

State the term remaining

List the contract number of any government contract

2.19. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Suite 1145, at the Galleria Dallas, Dallas, TX
Expires 10/31/2020

**GALLERIA MALL INVESTORS LP
C/O GALLERIA MALL MGMT OFFICE
13350 DALLAS PARKWAY STE 3080
DALLAS, TX 75240**

State the term remaining

List the contract number of any government contract

2.20. State what the contract or lease is for and the nature of the debtor's interest

Service agreement with telecommunications provider.

**GTT AMERICAS LLC
ATTN: GENERAL COUNSEL
7900 TYSONS ONE PLACE STE 1450
MC LEAN, VA 22102**

State the term remaining

List the contract number of any government contract

2.21. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Room No. 1097A at The Plaza, King of Prussia, PA
Expires December 2024

**KING OF PRUSSIA ASSOCIATES
KRAVCO SIMON COMPANY
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204-3438**

State the term remaining

Debtor 1 **ARS REI USA Corp.**

Case number (if known)

First Name

Middle Name

Last Name

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

List the contract number of any government contract

2.22. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for office space at 55 West 39th Street, 9th Floor, New York, NY 10018 - Debtor's principal place of business
Expires 4/30/2023

State the term remaining

List the contract number of any government contract

MILLINERY SYNDICATE INC.
575 MADISON AVENUE, STE 701
NEW YORK, NY 10018

2.23. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Store No. 123 at the Plaza del Caribe, Ponce, Puerto Rico
Expires 6/30/2030

State the term remaining

List the contract number of any government contract

PLAZA DEL CARIBE, S.E.
PO BOX 363268
SAN JUAN, PR 00936-3268

2.24. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Space No. 436 at the Plaza Las Americas Shopping Center, 525 Avenue Franklin Delano Roosevelt, San Juan, PR 00918
Expires 6/30/2027

State the term remaining

List the contract number of any government contract

PLAZA LAS AMERICAS INC.
PO BOX 363268
SAN JUAN, PR 00936

2.25. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Store No. "265" in INTERNATIONAL PLAZA, Tampa, Florida
Expires 1/31/2026

State the term remaining

List the contract number of any government contract

TAMPA WESTSHORE ASSOC. LP
200 EAST LONG LAKE ROAD
BLOOMFIELD HILLS, MI 48304

2.26. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Store No. F-1618 at The Gardens on El Paseo, 73545 El Paseo, Palm Desert, CA
Expires February 2023

State the term remaining

THE GARDENS ON EL PASEO LLC
200 EAST LONG LAKE ROAD
PO BOX 200
BLOOMFIELD HILLS, MI 48303

Debtor 1 **ARS REI USA Corp.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

List the contract number of any government contract

2.27. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Space No. 2117 at The Grand Canal Shoppes at The Venetian, 3377 Las Vegas Boulevard South, Las Vegas, NV 89109

State the term remaining

Expires 1/31/2023

**THE GRAND CANAL SHOPPES AT THE AT THE VENETIAN
3377 LAS VEGAS BLVD S STE 2600
LAS VEGAS, NV 89109**

List the contract number of any government contract

2.28. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Space No. 1001 at Fashion Island, 365 Newport Center Drive, Newport Beach, CA

State the term remaining

Expires 2/28/2029

**THE IRVINE COMPANY LLC
110 INNOVATION DRIVE
IRVINE, CA 92617**

List the contract number of any government contract

2.29. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Room 4041, Lenox Square, Atlanta, GA

State the term remaining

May 2026

**THE RETAIL PROPERTY TRUST
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204**

List the contract number of any government contract

2.30. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for Store No. 1092A at the Roosevelt Field Mall, Garden City, NY

State the term remaining

Expires January 2023

**THE RETAIL PROPERTY TRUST
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204**

List the contract number of any government contract

2.31. State what the contract or lease is for and the nature of the debtor's interest

Commercial lease for 919 Lincoln Road, Miami Beach, FL 33139

State the term remaining

Expires 9/30/2020 with 5 year option to renew

**THE STERLING BUILDING INC.
927 LINCOLN ROAD
MIAMI BEACH, FL 33139**

List the contract number of any government contract

Debtor 1 **ARS REI USA Corp.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.32. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Commercial lease for Room 1032D at the Town Center at Boca Raton, Boca Raton, FL Expires 11/26/2023

**THE TOWN CENTER AT BOCA RATON
C/O M.S. MGMT ASSOC INC.
225 WEST WASHINGTON STREET
INDIANAPOLIS, IN 46204**

2.33. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Commercial lease for Space No. B15-104 at Walt Disney World Resort, Downtown Disney, Lake Buena Vista, FL Expires May 2016

**WALT DISNEY PARKS & RESORTS
C/O WALT DISNEY WORLD RESORT
1825 LAKE OAK LANE
LAKE BUENA VISTA, FL 32830**

2.34. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Month-to-month commercial lease for Debtor's place of business

**WE WORK HQ
115 W. 18TH STREET
NEW YORK, NY 10011**

2.35. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Commercial lease for Store No. T17 at the Westfield Garden State Plaza, One Garden State Plaza, Paramus, NJ

**WESTLAND GARDEN STATE PLAZA LP
C/O WESTFIELD LLC
2049 CENTURY PARK EAST 41ST FL
LOS ANGELES, CA 90067**

Fill in this information to identify the case:

Debtor name ARS REI USA Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 _____	Street _____ _____ City _____ State _____ Zip Code _____	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2 _____	Street _____ _____ City _____ State _____ Zip Code _____	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3 _____	Street _____ _____ City _____ State _____ Zip Code _____	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4 _____	Street _____ _____ City _____ State _____ Zip Code _____	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:

Debtor name ARS REI USA Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

From the beginning of the fiscal year to filing date:
From 1/01/2020 to **Filing Date**

Sources of revenue
Check all that apply

☒ Operating a business

☐ Other _____

Gross revenue
(before deductions and exclusions)

\$8,898,000.00

For prior year:
From 1/01/2019 to 12/31/2019

☒ Operating a business

☐ Other _____

\$26,565,674.00

For year before that:
From 1/01/2018 to 12/31/2018

☒ Operating a business

☐ Other _____

\$25,230,332.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Debtor **ARS REI USA Corp.**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. SEE ANNEXED EXHIBIT		\$0.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Victor Ariza vs. ARS REI USA Corp. d/b/a UNO De 50 19-cv-23864 - Martinez	Civil	U.S. District Court of Florida Wilkie D. Ferguson, Jr., U.S. Courthouse 400 North Miami Avenue Miami, FL 33128	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions**

Debtor **ARS REI USA Corp.**

Case number (if known) _____

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost
SoHo location - damage to store inventory and stolen inventory due to looting.		5/31/2020	\$41,000.00

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Reich Reich & Reich, P.C. 235 Main Street, Suite 450 White Plains, NY 10601-2421	Attorney Fees	On or about 6/23/2020	\$75,000.00
Email or website address reichlaw@reichpc.com			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Debtor **ARS REI USA Corp.**

Case number (if known)

Who received transfer?
Address

Description of property transferred or
payments received or debts paid in exchange

Date transfer
was made

Total amount or
value

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address

Dates of occupancy
From-To

14.1. **55 W. 39th Street, 9th Floor
New York, NY 10018**

2016 to July 2020

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services
the debtor provides

If debtor provides meals
and housing, number of
patients in debtor's care

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

☒ No.

☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☒ No. Go to Part 10.

☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

Financial Institution name and
Address

Last 4 digits of
account number

Type of account or
instrument

Date account was
closed, sold,
moved, or
transferred

Last balance
before closing or
transfer

18.1. **Bank of America
San Francisco, CA**

XXXX-6886

- ☒ Checking
☐ Savings
☐ Money Market
☐ Brokerage
☐ Other__

**On or about
September 2019**

\$0.00

Debtor **ARS REI USA Corp.**

Case number (if known)

	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.2.	Bank of America Stanford, CT	XXXX-0316	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	On or about January 2020	\$0.00
18.3.	Bank of America Valley Fair	XXXX-0329	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	On or about September 2019	\$0.00
18.4.	JPMorgan Chase, N.A. New York, NY	XXXX-2328	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	On or about September 2019	\$0.00

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
Ruby Has LLC 5 Inez Drive Bay Shore, NY 11706	Debtor	See annexed exhibit.	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
Gotham Mini Storage 501 10th Avenue New York, NY 10018	Debtor	4 Trolleys; 2 Boxes of Shopping Bags; 3 Boxes of Limited Edition; 5 Boxes of Taqueria/Displays; 2 Boxes of Jewelry Cases; 3 Boxes full of trays for Repts cases; 1 Folding Table; 2 Big Fans and 1 box of Taqueria/Displays for Men Collection	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
Grupo Malasa C/O Angle Architecture 100 Petty Road, Suite E Lawrenceville, GA 30043	Debtor	See annexed exhibit.	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Debtor **ARS REI USA Corp.**

Case number (if known)

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	-------------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
-----------------------	-------------------------------------	--

Dates business existed

25.1. ARS REI Digital	Point of sale for e-commerce transaction.	EIN: 30-1173210
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From-To 3/25/2019 - Present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

Debtor **ARS REI USA Corp.**

Case number (if known)

☐ None**Name and address****Date of service
From-To**26a.1. **Raich Ende Malter & Co. LLP**
1375 Broadway
New York, NY 10018**2011 to Present**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None**Name and address****If any books of account and records are
unavailable, explain why**26c.1. **Raich Ende Malter & Co. LLP**
1375 Broadway
New York, NY 10018

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**26d.1. **AG Real Estate****27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.**Name of the person who supervised the taking of the
inventory****Date of inventory****The dollar amount and basis (cost, market,
or other basis) of each inventory****28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.**

Name	Address	Position and nature of any interest	% of interest, if any
Jason McNary	8 Spruce Street, Apt. 37J New York, NY 10038	CEO	
Jose Azulay	calle Guzmán el Bueno nº 6 28108 Alcobendas MADRID, SPAIN	President	
David Azulay	200 E. 61st Street New York, NY 10065	Vice President	

Debtor **ARS REI USA Corp.**

Case number (if known)

Name	Address	Position and nature of any interest	% of interest, if any
Asher Azulay	212 E. 47th Street, Apt. 2 New York, NY 10017	Treasurer	

Name	Address	Position and nature of any interest	% of interest, if any
Javier Gala	calle Guzmán el bueno, 6. Alcobendas MADRID SPAIN	CEO	

Name	Address	Position and nature of any interest	% of interest, if any
ARS REI S.L.	GUZMAN el BUENO 6 28108 ALCOBENDAS, MADRID SPAIN	Sole shareholder	100

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
-------------------------------	--	-------	--------------------------------

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
--------------------------------	--

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund	Employer Identification number of the parent corporation
--------------------------	--

Debtor **ARS REI USA Corp.**

Case number (if known)

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **August 18, 2020**

/s/ Jason McNary

Signature of individual signing on behalf of the debtor

Jason McNary

Printed name

Position or relationship to debtor **CEO**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
Southern District of New York**

In re **ARS REI USA Corp.**

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	75,000.00
Prior to the filing of this statement I have received	\$	75,000.00
Balance Due	\$	0.00

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☐ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☒ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached. **Richard Gertler, Esq. and Peter Barbieri, Esq.**

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

August 18, 2020

Date

/s/ Jeffrey A. Reich

Jeffrey A. Reich

Signature of Attorney

Reich Reich & Reich, P.C.

235 Main Street, Suite 450

White Plains, NY 10601-2421

914-949-2126 Fax: 914-949-1604

reichlaw@reichpc.com

Name of law firm

**United States Bankruptcy Court
Southern District of New York**

In re **ARS REI USA Corp.**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ARS REI S.L. Guzman el Bueno 6 28108 Alcobendas, Madrid Spain			100 % of stock

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **August 18, 2020**

Signature **/s/ Jason McNary**
Jason McNary

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
Southern District of New York**

In re **ARS REI USA Corp.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **August 18, 2020**

/s/ Jason McNary

Jason McNary/CEO

Signer/Title

123 PRINCE RETAIL LLC
C/O CENTURION REALTY LLC
512 SEVENTH AVENUE, 38TH FL
NEW YORK, NY 10018

131-135 PRINCE STREET LLC
C/O ACADIA REALTY TRUST
1131 MAMARONECK AVE STE 260
WHITE PLAINS, NY 10605

AAC FANEUIL HALL LLC
C/O ASHKENAZY ACQUISITION CORP
150 E. 58TH STREET, 39TH FLOOR
NEW YORK, NY 10155

ARS REI S.L.
GUZMAN EL BUENO 6 28108
ALCOBENDAS, MADRID
SPAIN

CANON SOLUTIONS AMERICA INC.
ATTN: CUSTOMER SERVICE
300 COMMERCE SQUARE BLVD
BURLINGTON, NJ 08016

CANON SOLUTIONS AMERICA INC.
ONE CANON PARK
MELVILLE, NY 11747

CENTURY CITY MALL LLC
2049 CENTURY PARK EAST 41ST FL
ATTN: LEGAL DEPT
LOS ANGELES, CA 90067

CHASE BANK
PO BOX 15298
WILMINGTON, DE 19850

CHASE BUSINESS BANKING
C/O NATIONAL BANK BY MAIL
PO BOX 6185
WESTERVILLE, OH 43086

DELL FINANCIAL SERVICES
PO BOX 81577
AUSTIN, TX 78708-1577

DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682

DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682

DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682

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ROUND ROCK, TX 78682

DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682

DELL FINANCIAL SERVICES LLC
ONE DELL WAY
ROUND ROCK, TX 78682

DOLPHIN MALL ASSOCIATES LLC
200 EAST LONG LAKE ROAD
PO BOX 200
BLOOMFIELD HILLS, MI 48303

ESTUDIO REDBOX
C JULIAN CAMARILLO
47 PORTAL B008
MADRID, SPAIN

EXPERIAN
475 ANTON BOULEVARD
COSTA MESA, CA 92626

FANEUIL HALL MARKETPLACE LLC
C/O ASHKENAZY ACQUISITION CORP
150 EAST 58TH STREET, 39TH FL
NEW YORK, NY 10155

FASHION SHOW MALL LLC
C/O BROOKFIELD PROPERTIES
350 N. ORLEANS STREET, STE 300
CHICAGO, IL 60654

FASHION VALLEY MALL LLC
7007 FRIARS ROAD, SUITE 392
SAN DIEGO, CA 92108

FASHION VALLEY MALL, LLC
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204

FREIGHTERA
OFFICE 8036, #200-375 WATER ST
VANCOUVER, BC V6 0M9
CANADA

GALLERIA MALL INVESTORS LP
C/O GALLERIA MALL MGMT OFFICE
13350 DALLAS PARKWAY STE 3080
DALLAS, TX 75240

GRAND CANAL SHOPS II, LLC
110 N. WACKER DRIVE
ATTN: GENERAL COUNSEL
CHICAGO, IL 60606

GTT AMERICAS LLC
ATTN: GENERAL COUNSEL
7900 TYSONS ONE PLACE STE 1450
MC LEAN, VA 22102

GTT COMMUNICATIONS INC.
7900 TYSONS ONE PLACE
MC LEAN, VA 22102

KING OF PRUSSIA ASSOCIATES
KRAVCO SIMON COMPANY
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204-3438

MILLINERY SYNDICATE INC.
575 MADISON AVENUE, STE 701
NEW YORK, NY 10018

ONTREA INC.
20 QUEEN STREET WEST
TORONTO, ON M5H 3R4
CANADA

PLAZA DEL CARIBE, S.E.
PO BOX 363268
SAN JUAN, PR 00936-3268

PLAZA LAS AMERICAS INC.
PO BOX 363268
SAN JUAN, PR 00936

RUBY HAS LLC
5 INEZ DRIVE
BAY SHORE, NY 11706-2203

T.E.C LEASEHOLDS LIMITED
20 QUEEN STREET WEST
TORONTO, ON M5H 3R4
CANADA

TAMPA WESTSHORE ASSOC. LP
200 EAST LONG LAKE ROAD
BLOOMFIELD HILLS, MI 48304

THE CADILLAC FAIRVIEW CORP.
20 QUEEN STREET WEST
TORONTO, ONTARIO M5H 3R4
CANADA

THE GARDENS ON EL PASEO LLC
200 EAST LONG LAKE ROAD
PO BOX 200
BLOOMFIELD HILLS, MI 48303

THE GRAND CANAL SHOPPES AT THE
AT THE VENETIAN
3377 LAS VEGAS BLVD S STE 2600
LAS VEGAS, NV 89109

THE IRVINE COMPANY LLC
110 INNOVATION DRIVE
IRVINE, CA 92617

THE RETAIL PROPERTY TRUST
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204

THE RETAIL PROPERTY TRUST
C/O M.S. MGMT ASSOC INC.
225 W. WASHINGTON STREET
INDIANAPOLIS, IN 46204

THE STERLING BUILDING INC.
927 LINCOLN ROAD
MIAMI BEACH, FL 33139

THE TOWN CENTER AT BOCA RATON
C/O M.S. MGMT ASSOC INC.
225 WEST WASHINGTON STREET
INDIANAPOLIS, IN 46204

THE ZALL COMPANY LLC
4725 SOUTH MONACO ST, STE 340
DENVER, CO 80237

TRADEMARK PROPERTY COMPANY
1701 RIVER RUN ROAD, STE 500
FORT WORTH, TX 76107

UBS REALTY INVESTORS LLC
2515 MCKINNEY AVE STE 800
DALLAS, TX 75201

UBS REALTY INVESTORS LLC
10 STATE HOUSE SQUARE, 15TH FL
HARTFORD, CT 06103

US SMALL BUSINESS
ADMINISTRATION
409 3RD STREET, SW
WASHINGTON, DC 20416

WALT DISNEY PARKS & RESORTS
C/O WALT DISNEY WORLD RESORT
1825 LAKE OAK LANE
LAKE BUENA VISTA, FL 32830

WALT DISNEY WORLD RESORT
ATTN: LEGAL DEPT/ PO BOX 10000
1375 BUENA VISTA DRIVE
LAKE BUENA VISTA, FL 32830

WALT DISNEY WORLD RESORT
1780 BUENA VISTA DRIVE
ATTN: VP-DISNEY SPRINGS AREA
LAKE BUENA VISTA, FL 32830

WE WORK HQ
115 W. 18TH STREET
NEW YORK, NY 10011

WESTLAND GARDEN STATE PLAZA LP
C/O WESTFIELD LLC
2049 CENTURY PARK EAST 41ST FL
LOS ANGELES, CA 90067

**United States Bankruptcy Court
Southern District of New York**

In re **ARS REI USA Corp.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **ARS REI USA Corp.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

ARS REI S.L.
Guzman el Bueno 6 28108
Alcobendas, Madrid
Spain

☐ None [*Check if applicable*]

August 18, 2020

Date

/s/ Jeffrey A. Reich

Jeffrey A. Reich

Signature of Attorney or Litigant

Counsel for **ARS REI USA Corp.**

Reich Reich & Reich, P.C.

235 Main Street, Suite 450

White Plains, NY 10601-2421

914-949-2126 Fax:914-949-1604

reichlaw@reichpc.com